

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

Lordstown Motors Corp., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10831 (MFW)

(Jointly Administered)

**DECLARATION OF ANDRES ESTRADA REGARDING THE SOLICITATION AND
TABULATION OF VOTES ON THE DEBTORS' JOINT CHAPTER 11 PLAN**

I, Andres Estrada, declare, under the penalty of perjury:

1. I am a Managing Director of Corporate Restructuring Services at Kurtzman Carson Consultants LLC (“**KCC**”). I am over the age of eighteen years and not a party to the above-captioned action.

2. I submit this declaration (the “**Declaration**”) with respect to the solicitation of votes and the tabulation of ballots cast on the Plan.² Except as otherwise noted, all facts set forth herein are based on my personal knowledge, knowledge that I acquired from individuals under my supervision, and/or my review of the relevant documents. I am authorized to submit this Voting Report on behalf of KCC. If I were called to testify, I could and would testify competently as to the facts set forth herein.

¹ The Debtors in these chapter 11 cases (these “**Chapter 11 Cases**”), along with the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors’ service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.

² The “**Plan**” means the *Modified First Amended Joint Chapter 11 Plan of Lordstown Motors Corp. and its Debtor Affiliates*, dated November 1, 2023 [Docket No. 657] (as modified by the *Second Modified First Amended Joint Chapter 11 Plan of Lordstown Motors Corp. and its Debtor Affiliates*, dated January 31, 2024 [Docket No. 941] and as may be further modified, amended, or supplemented from time to time). Where the context requires, each capitalized term used but not otherwise defined herein shall have the meaning ascribed to such term in the Plan or the Disclosure Statement Order (defined below).

3. This Court authorized KCC's retention as (a) the claims and noticing agent to the above-captioned debtors and debtors in possession (collectively, the "**Debtors**") pursuant to the *Order Appointing Kurtzman Carson Consultants LLC as Claims and Noticing Agent Effective as of the Petition Date*, dated June 28, 2023 [Docket No. 54] and (b) the administrative advisor pursuant to the *Order Authorizing the Employment and Retention of Kurtzman Carson Consultants LLC as Administrative Advisor Effective as of the Petition Date*, dated July 25, 2023 [Docket No. 174] (collectively, the "**Retention Orders**"). The Retention Orders authorize KCC to assist the Debtors with, among other things, the service of solicitation materials and tabulation of votes cast to accept or reject the Plan. KCC and its employees have considerable experience in soliciting and tabulating votes to accept or reject chapter 11 plans, and have served as claims, noticing and solicitation agent to numerous debtors in the United States Bankruptcy Court for the District of Delaware.

I. Service and Transmittal of Solicitation Packages and Related Materials

4. Pursuant to the *Order (i) Approving the Disclosure Statement and the Form and Manner of Notice, (ii) Approving Plan Solicitation and Voting Procedures, (iii) Approving Forms of Ballots, (iv) Approving Form, Manner, and Scope of Confirmation Notices, (v) Establishing Certain Deadlines in Connection with Approval of the Disclosure Statement and Confirmation of the Plan, and (vi) Granting Related Relief*, dated November 1, 2023 [Docket No. 651] (the "**Disclosure Statement Order**"), the Bankruptcy Court approved procedures to solicit votes from, and tabulate Ballots submitted by, Holders of Claims or Interests entitled to vote on the Plan (the "**Solicitation Procedures**"). KCC adhered to the Solicitation Procedures outlined in the Disclosure Statement Order and, among other things, distributed (or caused to be distributed) Solicitation Packages (including Ballots) to parties entitled to vote on the Plan. I supervised the

solicitation and tabulation performed by KCC's employees.

5. The Disclosure Statement Order established October 31, 2023 as the record date for determining which holders of Claims or Interests in the Voting Classes are entitled to vote to accept or reject the Plan (the "**Voting Record Date**"). Pursuant to the Plan and the Solicitation Procedures, only Holders of Claims or Interests as of the Voting Record Date in the following Classes were entitled to vote to accept or reject the Plan (the "**Voting Class**"):

Plan Class	Class Description
3	General Unsecured Claims
7	Common Stock Interests
8	Section 510(b) Claims
9	RIDE Section 510(b) Claims
10	Ohio Securities Litigation Claims

No other Classes were entitled to vote on the Plan.³

6. In accordance with the Solicitation Procedures, KCC worked closely with the Debtors and their advisors to identify the Holders of Claims or Interests entitled to vote in the Voting Classes as of the Voting Record Date, and to coordinate the distribution of Solicitation Packages to these Holders of Claims or Interests or to the banks, brokers, or other nominees that held Interests on behalf of underlying beneficial holders entitled to vote to accept or reject the Plan. A detailed description of KCC's distribution of Solicitation Packages is set forth in KCC's

³ Although the Holder of Class 5 Interests (Foxconn Preferred Stock Interests), which is unimpaired under the Plan, was provisionally entitled to vote under the *Modified First Amended Joint Chapter 11 Plan of Lordstown Motors Corp. and its Debtor Affiliates*, dated November 1, 2023 [Docket No. 657], pursuant to revisions incorporated, with Foxconn's consent, to the Plan filed on January 31, 2024, Foxconn is no longer provisionally entitled to vote.

(a) *Certificate of Service*, dated November 28, 2023 [Docket No. 747], *Supplemental Certificate of Service*, dated December 4, 2023 [Docket No. 770], *Supplemental Certificate of Service*, dated December 13, 2023 [Docket No. 820], and *Supplemental Certificate of Service*, dated December 20, 2023 [Docket No.852].

II. The Tabulation Process

7. In accordance with the Solicitation Procedures, KCC received, reviewed, determined the validity of, and tabulated the Ballots submitted to vote on the Plan. Each Ballot submitted to KCC was date-stamped, scanned (if submitted on paper), assigned a ballot number, entered into KCC's voting database, and processed in accordance with the Solicitation Procedures. To be included in the tabulation results as valid, a Ballot must have been (a) properly completed pursuant to the Solicitation Procedures, (b) executed by the relevant Holder entitled to vote on the Plan (or such Holder's authorized representative), (c) returned to KCC via an approved method of delivery set forth in the Solicitation Procedures, and (d) received by KCC by 5:00 p.m. (prevailing Eastern Time) on December 12, 2023 (as the same may have been extended by the Debtors with respect to particular Holders, the "**Voting Deadline**").

8. All valid Ballots cast by Holders of Claims or Interests entitled to vote in the Voting Classes and received by KCC on or before the applicable Voting Deadline were tabulated pursuant to the Solicitation Procedures.

9. The Voting Deadline of the Holder of Class 10 Claims (Ohio Securities Litigation Claims) was extended by the Debtors and, on February 2, 2024, the Debtors and the Holder of such Class 10 Claims entered into that certain *Stipulation Between Debtors, Ohio Securities Litigation Lead Plaintiff, Official Committee of Unsecured Creditors, and Official Committee of Equity Security Holders Regarding Ohio Securities Litigation Lead Plaintiff's Motion To Apply*

Bankruptcy Rule 7023 To Class Claims and Proofs of Claim Numbers 1368, 1379, 1380, 1394, 1426, and 1434 [Docket No. 947] (the “**Ohio Securities Litigation Stipulation**”), pursuant to which such Holder shall be deemed to have voted to accept the Plan upon entry of an order by the Bankruptcy Court approving the stipulation. The Bankruptcy Court entered an order [Docket No. 953] approving the Ohio Securities Litigation Stipulation on February 5, 2024.

10. The final tabulation of votes cast by timely and properly completed Ballots received by KCC is attached hereto as **Exhibit A**. The detailed Ballot reports for all Voting Classes are attached hereto as **Exhibit A-1** through **Exhibit A-3**.

[Remainder of page intentionally left blank]

To the best of my knowledge, information, and belief, I declare under penalty of perjury that the foregoing information concerning the distribution, submission, and tabulation of ballots in connection with the Plan is true and correct.

Dated: February 27, 2024

/s/ Andres Estrada
Andres Estrada
Kurtzman Carson Consultants LLC